

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY Caption in compliance with D.N.J. LBR 9004-1(b)	
RUBIN LLC Paul Rubin 11 Broadway, Suite 715 New York, New York 10004 212-390-8054 prubin@rubinlawllc.com - and - ARNALL GOLDEN GREGORY LLP Darryl S. Laddin Frank N. White 171 17th Street, NW, Suite 2100 Atlanta, Georgia 30363 404-873-8120 darryl.laddin@agg.com frank.white@agg.com <i>Attorneys for American Express Travel Related Services Company, Inc. and Accertify, Inc.</i>	
In re:	Chapter 11
BED BATH & BEYOND INC., <i>et al.</i> ,	Case No. 23-13359 (VFP)
Debtors. ¹	(Jointly Administered)

**NOTICE OF ASSERTION AND PRESERVATION
OF RIGHTS OF SETOFF AND RECOUPMENT**

Pursuant to sections IV.J.6. and IV.J.9. of the Debtors' Amended Disclosure Statement and Articles X.F. and X.I. of the Debtors' proposed Amended Joint Chapter 11 Plan, Creditors American Express Travel Related Services Company, Inc. and Accertify, Inc. (collectively,

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

“American Express”) hereby assert and preserve any and all rights of setoff or recoupment, and provide written notice to the Debtors of such assertion and preservation, to the extent that such rights are or may hereafter become applicable and necessary to be exercised in connection with American Express’ claims against the Debtors in these Chapter 11 cases.

As set forth in their filed Proofs of Claim in these cases (Claims 10140, 10389 and 10910), American Express has accounted for funds that were reserved prior to the Petition Date, pursuant to the October 2021 American Express Card Acceptance Agreement with Debtor Bed Bath & Beyond Inc. and its affiliates, as amended and restated in certain respects (the “Card Acceptance Agreement”), specifically to cover and pay any of the Debtors’ otherwise unfulfilled obligations to American Express under that agreement and any other agreements (the “Reserve”). As provided in the Card Acceptance Agreement, any funds that are part of the Reserve are solely and entirely the property of American Express, unless and until such funds are released after any and all obligations to American Express have been satisfied in full. American Express therefore holds rights to recover any losses under agreements with the Debtors through application of the Reserve, or alternately through exercise of rights of recoupment and/or setoff, that it has yet to exercise as of the filing of this Notice. Application of funds in the Reserve to the Debtors’ obligations to American Express under the Card Acceptance Agreement and other agreements will correspondingly reduce the amount of American Express’ claims in these cases. Accordingly, and to the extent applicable and necessary, American Express hereby asserts and preserves all rights of setoff and recoupment that it may have pursuant to the Card Acceptance Agreement or other applicable law.

Dated: August 25, 2023

Respectfully submitted,

RUBIN LLC

By: /s/ Paul Rubin

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